



Sent via CM/ECF

January 5, 2024

The Honorable Jessica G. L. Clarke  
United States District Judge  
United States District Court  
Southern District of New York  
500 Pearl Street, Room 1040  
New York, New York 10007

**eShares, Inc. d/b/a Carta, Inc. v. Jerry O. Talton III, 1:22-cv-10987**

Dear Judge Clarke:

McAllister Olivarius represents Defendant/Counter-Plaintiff Jerry O. Talton III ("Talton") in the above referenced matter. We write to provide the Court with an update on the status of Talton's Counterclaim and the amendment of same pursuant to Fed. R. Civ. P. 15(a)(1). This correspondence is being submitted in an abundance of caution as the deadline for any motion for leave to amend or join additional parties is January 5, 2024 [ECF No. 42, Sec. 6].

On December 26, 2023, Talton timely served his Counterclaim pursuant to the Court's December 14, 2023 Order [ECF No. 46; 50] to counsel for Plaintiff/Counter-Defendant eShares, Inc. d/b/a Carta, Inc. ("Carta"). Talton's Counterclaim was not publicly filed in redacted form or under seal pursuant to the Court's instructions [ECF No. 46]. On January 4, 2024, Talton served his Amended Counterclaim to Carta to add Henry Ward, Carta's Chief Executive Officer, as a Counter-Defendant. Talton served his Amended Counterclaim with a redlined version identifying his amendments consistent with Rule 1(e) the Court's Individual Rules and Practices in Civil Cases. Counsel for Carta, Christopher Merkin, Esq., acknowledged receipt of Talton's Amended Counterclaim and accepted service on behalf of Mr. Ward.

We assume no further action is required at this time to satisfy the Court's instructions. The parties will file the Amended Counterclaim on January 12, 2024 consistent with the Court's December 14, 2023 Order.

Respectfully submitted,

**/s/ Jason Sandler**

Jason Sandler

*Counsel for Defendant/Counter-Plaintiff  
Jerry O. Talton III*

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